

William R. Maguire
Seth D. Rothman
Neil J. Oxford
HUGHES HUBBARD & REED LLP
One Battery Park Plaza
New York, New York 10004
(212) 837-6000 (telephone)
(212) 422-4726 (facsimile)
maguire@hugheshubbard.com

John F. Wood (*pro hac vice* admission pending)
HUGHES HUBBARD & REED LLP
1775 I Street, N.W., Suite 600
Washington, D.C. 20006
(202) 721-4600 (telephone)
(202) 721-4646 (facsimile)
woodj@hugheshubbard.com

Attorneys for James W. Giddens, as
Trustee for the SIPA Liquidation of Lehman Brothers Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

LEHMAN BROTHERS HOLDINGS INC., *et al.*,

Debtors.

Chapter 11

Case No. 08-13555 (JMP)

(Jointly Administered)

**THE TRUSTEE'S JOINDER IN DEBTORS' MOTION FOR AN ORDER, PURSUANT
TO FED. R. CIV. P. 60 AND FED. R. BANKR. P. 9024, MODIFYING THE
SEPTEMBER 20, 2008 SALE ORDER AND GRANTING OTHER RELIEF**

James W. Giddens (the "Trustee"), as Trustee for the SIPA Liquidation of
Lehman Brothers Inc., by his undersigned counsel, hereby joins, to the extent explained below,
in the motion filed by Lehman Brothers Holdings Inc. *et al.* ("LBHI"), seeking entry of an order,
pursuant to Federal Rule of Civil Procedure 60 and Federal Rule of Bankruptcy Procedure 9024,

modifying the September 20, 2008 Sale Order and granting other relief (Docket No. 5148, the “LBHI Motion”).

Based on the Rule 2004 discovery conducted to date, the Trustee joins in the LBHI Motion insofar as it relates to certain undisclosed benefits that Barclays realized in connection with the sale transaction, including (i) a multi-billion dollar discount that Barclays obtained on certain securities included in the sale transaction, (ii) Barclays’ failure to pay all of the bonus amount that it agreed to pay under the Asset Purchase Agreement, and (iii) Barclays’ failure to assume \$1.5 billion in contract cure liabilities. The Trustee reserves his rights with respect to the undisclosed benefits described in the LBHI Motion.

The Trustee is filing his own Motion in the SIPA proceeding for Relief Pursuant to the Sale Order or, Alternatively, for Certain Limited Relief under Rule 60(b). (LBI Docket No. 1682.) The Trustee’s Motion focuses on the billions of dollars in additional assets that are in particular dispute between the Trustee and Barclays and immediately affect the Trustee’s ability to make distributions to customers. In his Motion, the Trustee seeks, among other things, an order finding that his interpretation of the sale documents and the Sale Orders is correct and that, therefore, Barclays is not entitled to these assets, or in the alternative, for relief under Rule 60.

Dated: New York, New York
September 15, 2009

HUGHES HUBBARD & REED LLP

By: /s/ William R. Maguire
William R. Maguire

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